

EXHIBIT A

From: Fogelman, James P.
Sent: Sunday, November 24, 2024 9:48 PM
To: Dave Wollmuth
Cc: Hewett, Martin A.; Josh Slocum; Lyndon Tretter; Timothy DeLange
Subject: Re: Swan

Dave:

With the filing of the complaint by Swan against Gibson Dunn and your statement to me during our call on Friday that Swan will “never” pay Gibson Dunn’s fees, Swan has left Gibson Dunn with no choice but to file the motion to withdraw from representing Swan in the federal court action given the clear breakdown in the attorney-client relationship and we will do so. We had expected based on initial discussions with Swan last month, as you know, that Swan would simply provide the name of its new counsel to include on a substitution of counsel form, but it is clear now that Swan will not be doing that. Indeed, your demand to my partner Martin Hewett that Gibson Dunn pay Swan millions of dollars in order to sign the consensual substitution form, followed up with the lawsuit you filed on Swan’s behalf when the firm declined to do so, suggests that Swan never intended to consent to the substitution.

As you also know, Swan has requested that its client file be returned/delivered to Swan, and per that request, earlier today the client file was transferred electronically to Swan. We would be happy to provide you a copy as well if Swan consents. In light of the allegations of malpractice in the lawsuit, the return of the client file and Swan’s stated refusal to pay Gibson Dunn’s fees, Gibson Dunn will not be able to take on new non-essential work on the matter, but will continue to work on matters essential to preservation of the case and to the orderly transition of the matter to new counsel, pending and subject to the Court’s ruling on the motion to withdraw.

In accordance with C.D. L.R. 83-2.3.4, Swan should be aware that it cannot appear pro se because it is an organization and organizations cannot appear pro se in federal court. The consequence of the inability of Swan to appear pro se is that, if the Court grants our motion to withdraw, Swan will not be able to litigate the action further until it obtains new counsel. If Swan does not obtain new counsel, the action could be dismissed for lack of prosecution. We remain ready to execute a substitution of counsel for your firm or whatever other replacement counsel Swan desires, which would avoid unnecessary motions practice and avoid a situation where Swan could be unrepresented. As Swan’s representative, I assume you will agree that providing this notice to you is sufficient, but Gibson Dunn will separately send this C.D. L.R. 83-2.3.4 notice to Swan’s General Counsel as well just in case.

Should you wish to discuss any of these matters, please feel free to contact me. Thank you.

James P. Fogelman

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From: Dave Wollmuth <DWollmuth@WMD-LAW.com>
Date: Friday, November 22, 2024 at 3:54 PM
To: James Fogelman^ <JFogelman@gibsondunn.com>
Cc: Martin Hewett^ <MHewett@gibsondunn.com>, Josh Slocum <JSlocum@WMD-LAW.com>, Lyndon Tretter <LTretter@WMD-LAW.com>, Timothy DeLange <TDeLange@WMD-LAW.COM>
Subject: RE: Swan

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James:

In response to your question earlier today, given the absence of a response to my email below, the complaint has been filed and we have a case number. The related exhibits to the complaint, memorandum of law, lawyer's affidavit, and order to show cause will not be filed unless we add the case number and submit them. The complaint is a stand-alone public filing and we are available over the weekend if you wish to engage and avoid a public fight. As you know, Swan has been trying to engage with your firm for two weeks, leaving lots of opportunity to avoid a public dispute. We need to add the case numbers and complete the filing by 10:00 Monday, given that the Court has set the hearing for Tuesday. Please let me know how you would like to proceed. Lyndon, please send James the complaint as filed.

Regards,

Dave